

RECORDATION NO 5901-A FILED 1425

SEP 19 1990 -2 50 PM
INTERSTATE COMMERCE COMMISSION

September 13, 1990

United States
Lease Financing, Inc.



615 Battery Street, 5th Floor
Mailing Address:
P.O. Box 3985
San Francisco, California 94119
(415) 627-9276
Fax: (415) 398-7029

Secretary
Interstate Commerce Commission
12th and Constitution Avenue, NW
Washington, DC 20423

Attention: Mrs. Mildred R. Lee, Room 2303

0-262A040

Dear Mrs. Lee:

Enclosed for recordation under provisions of Section 11303 (formerly 20C) of the Interstate Commerce Act and the regulations promulgated thereunder, is an original and three counterparts of a Release of Security Interest which is a supplement to a Security Agreement dated as of August 4, 1970. The equipment to be released of record is described in Schedule 1 to the Release. The Release is a supplement to a Security Agreement dated as of August 4, 1970 which was recorded with the Interstate Commerce Commission on December 22, 1970 and assigned ICC Recordation Number 5901.

The names and addresses of the parties to the enclosed are:

DEBTOR: Ben Maushardt and D.E. Mundell, Trustees under
a Trust Agreement dated as of August 4, 1970
733 Front Street
San Francisco, CA 94111

SECURED PARTY: Indianapolis Life Insurance Company
P.O. Box 1230B
Indianapolis, IN 46206

The undersigned is an employee of the Agent to the Trustees and knowledgeable of the matters set forth herein.

Enclosed is a remittance in the amount of \$15.00 to cover the required recording fee.

Please return three recorded copies to my attention.

Very truly yours,

Walter J. Michael
Walter J. Michael
Secretary
415/627-9283

WJM/jr
Encl.

SEP 19 2 45 PM '90
NOTOR OPERATING UNIT

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INTERSTATE COMMERCE COMMISSION

RELEASE OF SECURITY INTEREST

(S.C.L. Trust No. 16 - ICC Recordation No. 5901)

WHEREAS, under an Equipment Lease and First Amendment thereto dated August 4, 1970 and October 1, 1970, respectively, between Ben Maushardt and D.E. Mundell, not in their individual capacities but solely as Trustees under a Trust Agreement dated as of August 4, 1970 (the "Lessor"), United States Leasing International, Inc., as agent for the Lessor (the "Agent") and CSX Transportation, Inc., successor to Seaboard Coast Lines Railroad Company (the "Lessee"), Lessee leases certain railroad equipment (the "Equipment") from the Lessor; and

WHEREAS, under a Security Agreement dated as of August 4, 1970 from the Trustees (the "Debtor") to Indianapolis Life Insurance Company (the "Secured Party"), Debtor conveyed, warranted, mortgaged and assigned all of Debtor's right, title and interest in and to the Equipment described in the Security Agreement to secure payment of a certain 9-3/4 secured note dated as of December 22, 1970; and

WHEREAS, on or about July 5, 1990 all principal and interest on the Note has been paid to the Secured Party;

NOW THEREFORE, for good and valuable consideration received, the Secured Party acknowledges payment in full of said Note and relinquishes its Security Interest and all rights, title and interest in and to the Equipment listed on the Schedule attached hereto.

IN WITNESS WHEREOF, the undersigned has executed this Security Release on this 12th day of July, 1990.

INDIANAPOLIS LIFE INSURANCE COMPANY

(SEAL)

By: 

Its

GENE E. TRUEBLOOD

Vice President, Securities

CORPORATE FORM OF ACKNOWLEDGEMENT

State of Indiana)

ss:

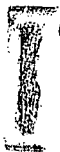
County of Marion)

On this 12th day of July, 1990, before me personally appeared Gene E. Trueblood, to me personally known, who being Securities & by me sworn, says that he is Vice President, Treasurer of Indianapolis Life Insurance Company, that the seal affixed to the foregoing instrument is the seal of said entity, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Tamara E. Storm
Notary Public

(SEAL)

My commission expires:



TAMARA E. STORM
NOTARY PUBLIC STATE OF INDIANA
BOONE COUNTY
MY COMMISSION EXP JAN. 21, 1994

SCHEDULE 1
to Security Agreement

DESCRIPTION OF EQUIPMENT:

26 Pulpwood Cars with Steel
Underframes, manufactured by
General Steel Industries, Inc.,
bearing Seaboard Coast Line Road
Numbers SCL 110397 to 110422,
both inclusive.

(S. C. L. Trust No. 16)